

PD5000140379

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

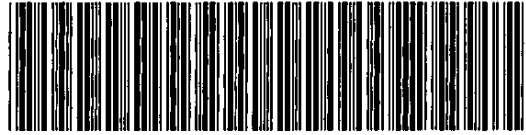
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Amend
@ 11.21.06



200081850092

11/20/06--01059--018 **35.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
06 NOV 20 PM 3:36

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Foundation Entertainment, Inc.

DOCUMENT NUMBER: P05000160379

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Matthew B. Cates
(Name of Contact Person)

Foundation Entertainment, Inc.
(Firm/ Company)

2217 NW 9th Avenue
(Address)

Cape Coral, FL 33993
(City/ State and Zip Code)

For further information concerning this matter, please call:

Matthew B. Cates at (239) 443-0032
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 NOV 20 PM 3:36

Foundation Entertainment, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P05000160379

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article IV shall be amended to read as follows: The number of shares the corporation is authorized to issue is 300. Article VII shall be amended to read as follows: The officers and directors of the corporation are: (1) Title: President/Director, Matthew B. Cates, 2217 NW 9th Street, Cape Coral, FL 33993, (2) Title: Vice President and Director, Brendan J. Mulvenna, 1332 SW 5th Avenue, Cape Coral, FL 33991, (3) Harry W. Brennan, Secretary/Treasurer/Director, 1209 SW 11th Place, Cape Coral, FL 33991.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: 11/16/2006

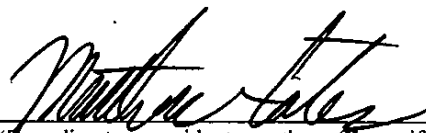
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Matthew B. Cates
(Typed or printed name of person signing)

President and Director
(Title of person signing)

FILING FEE: \$35